

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐

| | | |
|--|---|---|
| APPLICATION FOR PERMIT TO DRILL | | 1. WELL NAME and NUMBER Prickly Pear UF 5A-7D-12-15 |
| 2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/> | | 3. FIELD OR WILDCAT UNDESIGNATED |
| 4. TYPE OF WELL Gas Well Coalbed Methane Well: NO | | 5. UNIT or COMMUNITIZATION AGREEMENT NAME PRICKLY PEAR |
| 6. NAME OF OPERATOR BILL BARRETT CORP | | 7. OPERATOR PHONE 303 312-8164 |
| 8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202 | | 9. OPERATOR E-MAIL BHilgers@billbarrettcorp.com |
| 10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) UTU73006 | 11. MINERAL OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/> | |
| 13. NAME OF SURFACE OWNER (if box 12 = 'fee') | | 12. SURFACE OWNERSHIP FEDERAL <input checked="" type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/> |
| 15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') | | 14. SURFACE OWNER PHONE (if box 12 = 'fee') |
| 17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') | | 16. SURFACE OWNER E-MAIL (if box 12 = 'fee') |
| 18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/> | | 19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/> |

| 20. LOCATION OF WELL | FOOTAGES | QTR-QTR | SECTION | TOWNSHIP | RANGE | MERIDIAN |
|---------------------------------|------------------|---------|---------|----------|--------|----------|
| LOCATION AT SURFACE | 1936 FNL 156 FEL | SENE | 12 | 12.0 S | 14.0 E | S |
| Top of Uppermost Producing Zone | 1330 FNL 594 FWL | SWNW | 7 | 12.0 S | 15.0 E | S |
| At Total Depth | 1330 FNL 594 FWL | SWNW | 7 | 12.0 S | 15.0 E | S |

| | | |
|---|---|--|
| 21. COUNTY CARBON | 22. DISTANCE TO NEAREST LEASE LINE (Feet) 594 | 23. NUMBER OF ACRES IN DRILLING UNIT 20 |
| 25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 648 | 26. PROPOSED DEPTH MD: 7952 TVD: 7718 | |
| 27. ELEVATION - GROUND LEVEL 7481 | 28. BOND NUMBER WYB000040 | 29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE NINE MILE CANYON |


Hole, Casing, and Cement Information

| String | Hole Size | Casing Size | Length | Weight | Grade & Thread | Max Mud Wt. | Cement | Sacks | Yield | Weight |
|--------|-----------|-------------|----------|--------|----------------|-------------|---------|-------|-------|--------|
| Cond | 24 | 14 | 0 - 40 | 0.0 | Unknown | 0.0 | No Used | 0 | 0.0 | 0.0 |
| Surf | 12.25 | 9.625 | 0 - 1000 | 36.0 | J-55 ST&C | 0.0 | No Used | 0 | 0.0 | 0.0 |
| Prod | 8.25 | 4.5 | 0 - 7952 | 11.6 | P-110 LT&C | 0.0 | No Used | 0 | 0.0 | 0.0 |

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

| | |
|--|--|
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN |
| <input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE) | <input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER |
| <input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED) | <input checked="" type="checkbox"/> TOPOGRAPHICAL MAP |

| | | |
|--|--|---|
| NAME Brady Riley | TITLE Permit Analyst | PHONE 303 312-8115 |
| SIGNATURE | DATE 07/13/2011 | EMAIL briley@billbarrettcorp.com |
| API NUMBER ASSIGNED 43007502130000 | APPROVAL  Permit Manager | |

T12S, R14E, S.L.B.&M.

BILL BARRETT CORPORATION

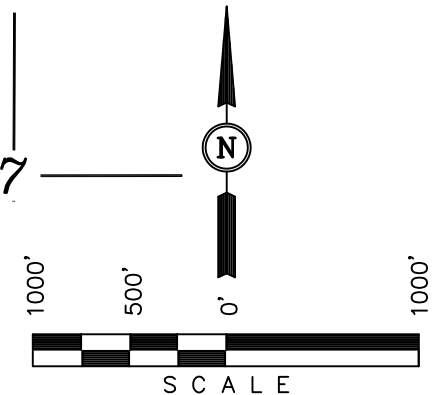
Well location, PRICKLY PEAR UNIT FEDERAL #5A-7D-12-15, located as shown in the SE 1/4 NE 1/4 of Section 12, T12S, R14E, S.L.B.&M., Carbon County, Utah.

BASIS OF ELEVATION

COTTON TRIANGULATION STATION LOCATED IN THE NW 1/4 OF SECTION 31, T12S, R16E, S.L.B.&M. TAKEN FROM THE TWIN HOLLOW QUADRANGLE, UTAH, CARBON COUNTY, 7.5 MINUTE SERIES (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 7386 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REVISED: 05-25-11

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

| | | |
|-------------------------|----------------------------------|-------------------------|
| SCALE 1" = 1000' | DATE SURVEYED: 04-28-11 | DATE DRAWN: 04-29-11 |
| PARTY B.H. N.F. C.C. | REFERENCES G.L.O. PLAT | |
| WEATHER WARM | FILE BILL BARRETT CORPORATION | |

N00°02'47"W - 2718.48' (Meas.)

N01°24'31"E - 2542.91' (Meas.)

E 1/4 Cor. Sec. 1
Set Marked Stone

NW Cor. Sec. 7
CC
1909 Brass Cap, 1.3'
1.3' High

N 1/4 Cor. Sec. 7
1909 Brass Cap,
1.0' High, Bearing
Tree

S89°50'58"W
2081.46'
(Meas.)

322.22' (Meas.)
S89°32'54"W - 2622.99' (Meas.)

Lot 1

N00°12'14"E
2616.05' (Meas.)

Bottom
Hole

Lot 2

Lot 3

Lot 4

S 1/4 Cor. Sec. 7
Brass Cap, 1.0' High

S89°58'36"W
2078.70' (Meas.)

282.92'
(Meas.)

Re-Established
Using Single
Proportion Method

E 1/4 Sec. 13,
Set Marked Stone,
Pile of Stone, Steel
Post

N00°55'55"E
2622.00' (Meas.)

N89°30'54"W - 2651.28' (Meas.)

1991 Alum. Cap,
0.8' High, Pile of
Stones, Steel Post

Re-Established
By Bearing Tree
Information

Set Marked
Stone

1936'
594'

DISTANCE TABLE

| FROM | TO | BEARING | DISTANCE |
|--------------|---------------|-------------|----------|
| #5A-7D-12-15 | #9-12D-12-14 | S02°13'16"E | 3089.90' |
| #5A-7D-12-15 | #10-12D-12-14 | S02°13'16"E | 3089.90' |
| #5A-7D-12-15 | #16-12D-12-14 | S02°13'16"E | 3089.90' |
| #5A-7D-12-15 | #15-12D-12-14 | S02°13'16"E | 3089.90' |

PRICKLY PEAR UNIT FEDERAL
#5A-7D-12-15
Elev. Ungraded Ground = 7481'

Set Stone

R
14
E

R
15
E

| | |
|-----------------------------|----------------------------|
| NAD 83 (SURFACE LOCATION) | |
| LATITUDE = | 39°47'21.39" (39.789275) |
| LONGITUDE = | 110°17'14.54" (110.287372) |
| NAD 27 (SURFACE LOCATION) | |
| LATITUDE = | 39°47'21.52" (39.789311) |
| LONGITUDE = | 110°17'11.97" (110.286658) |
| STATE PLANE NAD 27 | |
| N: 532616.96 | E: 2340939.62 |
| NAD 83 (TARGET BOTTOM HOLE) | |
| LATITUDE = | 39°47'30.60" (39.791833) |
| LONGITUDE = | 110°17'04.90" (110.284694) |
| NAD 27 (TARGET BOTTOM HOLE) | |
| LATITUDE = | 39°47'30.73" (39.791869) |
| LONGITUDE = | 110°17'02.34" (110.283983) |
| STATE PLANE NAD 27 | |
| N: 533559.23 | E: 2341678.92 |

Set Marked
Stone

12

Set Marked Stone,
Pile of Stone, Steel
Post, Bearing Tree

Set Stone, Pile of
Stone, Steel Post

S89°53'44"W - 2651.73' (Meas.)

N89°54'57"W - 2664.22' (Meas.)

LEGEND:

- └─ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED.
(Not Set on Ground.)